

Delaware

The First State

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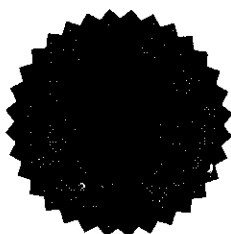
12/12/05 9:09:00
BK 15 PG 215
DESOLO COUNTY, MS
W.E. DAVIS, CH CLERK

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"ARLINGTON JOINT VENTURE", A FLORIDA GENERAL PARTNERSHIP,
"ASHEVILLE JOINT VENTURE", A FLORIDA GENERAL PARTNERSHIP,
"ASHLAND JOINT VENTURE", A FLORIDA GENERAL PARTNERSHIP,
"ATTALLA JOINT VENTURE", A FLORIDA GENERAL PARTNERSHIP,
"AUBURN JOINT VENTURE", A FLORIDA GENERAL PARTNERSHIP,
"BOSSIER CITY JOINT VENTURE", A FLORIDA GENERAL PARTNERSHIP,
"CNL INCOME FUND III, LTD.", A FLORIDA LIMITED PARTNERSHIP,
"CNL INCOME FUND II, LTD.", A FLORIDA LIMITED PARTNERSHIP,
"CNL INCOME FUND IV, LTD.", A FLORIDA LIMITED PARTNERSHIP,
"CNL INCOME FUND IX, LTD.", A FLORIDA LIMITED PARTNERSHIP,
"CNL INCOME FUND, LTD.", A FLORIDA LIMITED PARTNERSHIP,
"CNL INCOME FUND VIII, LTD.", A FLORIDA LIMITED PARTNERSHIP,
"CNL INCOME FUND VII, LTD.", A FLORIDA LIMITED PARTNERSHIP,
"CNL INCOME FUND VI, LTD.", A FLORIDA LIMITED PARTNERSHIP,
"CNL INCOME FUND V, LTD.", A FLORIDA LIMITED PARTNERSHIP,
"CNL INCOME FUND XIII, LTD.", A FLORIDA LIMITED PARTNERSHIP,
"CNL INCOME FUND XII, LTD.", A FLORIDA LIMITED PARTNERSHIP,

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Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

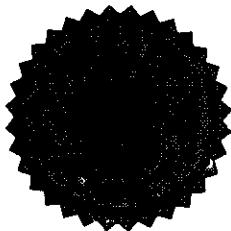
AUTHENTICATION: 4244023

DATE: 10-21-05

Baxter Snow Leaps

42

"CNL INCOME FUND XI, LTD.", A FLORIDA LIMITED PARTNERSHIP,
"CNL INCOME FUND XIV, LTD.", A FLORIDA LIMITED PARTNERSHIP,
"CNL INCOME FUND X, LTD.", A FLORIDA LIMITED PARTNERSHIP,
"CNL INCOME FUND XVIII, LTD.", A FLORIDA LIMITED
PARTNERSHIP,
"CNL INCOME FUND XVII, LTD.", A FLORIDA LIMITED PARTNERSHIP,
"CNL INCOME FUND XVI, LTD.", A FLORIDA LIMITED PARTNERSHIP,
"CNL INCOME FUND XV, LTD.", A FLORIDA LIMITED PARTNERSHIP,
"CNL KINGSTON JOINT VENTURE", A FLORIDA GENERAL PARTNERSHIP,
"CNL MANSFIELD JOINT VENTURE", A FLORIDA GENERAL
PARTNERSHIP,
"CNL PORTSMOUTH JOINT VENTURE", A FLORIDA GENERAL
PARTNERSHIP,
"CNL RESTAURANT INVESTMENTS II", A FLORIDA GENERAL
PARTNERSHIP,
"CNL RESTAURANT INVESTMENTS III", A FLORIDA GENERAL
PARTNERSHIP,
"CNL VIII, X, XII KOKOMO JOINT VENTURE", A FLORIDA GENERAL
PARTNERSHIP,
"CNL VII & XVII LINCOLN JOINT VENTURE", A FLORIDA GENERAL



2077850 8100M
050862976

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4244023

DATE: 10-21-05

Delaware

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The First State

PARTNERSHIP,

"COCOA JOINT VENTURE", A FLORIDA GENERAL PARTNERSHIP,

"COLUMBUS JOINT VENTURE", A FLORIDA GENERAL PARTNERSHIP,

"DES MOINES REAL ESTATE JOINT VENTURE", A FLORIDA GENERAL PARTNERSHIP,

"DULUTH JOINT VENTURE", A FLORIDA GENERAL PARTNERSHIP,

"KATY JOINT VENTURE", A FLORIDA GENERAL PARTNERSHIP,

"KINGSVILLE REAL ESTATE JOINT VENTURE", A FLORIDA GENERAL PARTNERSHIP,

"MELBOURNE JOINT VENTURE", A FLORIDA GENERAL PARTNERSHIP,

"RTO JOINT VENTURE", A FLORIDA GENERAL PARTNERSHIP,

"SALEM JOINT VENTURE", A FLORIDA GENERAL PARTNERSHIP,

"TGIF PITTSBURGH JOINT VENTURE", A FLORIDA GENERAL PARTNERSHIP,

"WARREN JOINT VENTURE", A FLORIDA GENERAL PARTNERSHIP,

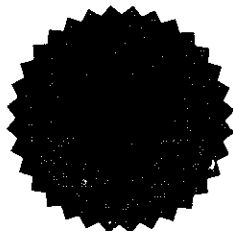
"WILLISTON REAL ESTATE JOINT VENTURE", A FLORIDA GENERAL PARTNERSHIP,

"WOOD-RIDGE REAL ESTATE JOINT VENTURE", A FLORIDA GENERAL PARTNERSHIP,

WITH AND INTO "CNL APF PARTNERS, LP" UNDER THE NAME OF "CNL

2077850 8100M

050862976



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4244023

DATE: 10-21-05

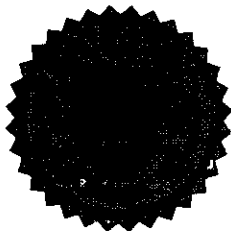
Delaware

BK 15 PG 218

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The First State

APF PARTNERS, LP", A LIMITED PARTNERSHIP ORGANIZED AND EXISTING
UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED
IN THIS OFFICE THE TWENTY-FIFTH DAY OF FEBRUARY, A.D. 2005, AT
7:30 O'CLOCK P.M.



2077850 8100M

050862976

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4244023

DATE: 10-21-05

CERTIFICATE OF MERGER**OF**

CNL INCOME FUND, LTD., a Florida limited partnership,
CNL INCOME FUND II, LTD., a Florida limited partnership,
CNL INCOME FUND III, LTD., a Florida limited partnership,
CNL INCOME FUND IV, LTD., a Florida limited partnership,
CNL INCOME FUND V, LTD., a Florida limited partnership,
CNL INCOME FUND VI, LTD., a Florida limited partnership,
CNL INCOME FUND VII, LTD., a Florida limited partnership,
CNL INCOME FUND VIII, LTD., a Florida limited partnership,
CNL INCOME FUND IX, LTD., a Florida limited partnership,
CNL INCOME FUND X, LTD., a Florida limited partnership,
CNL INCOME FUND XI, LTD., a Florida limited partnership,
CNL INCOME FUND XII, LTD., a Florida limited partnership,
CNL INCOME FUND XIII, LTD., a Florida limited partnership,
CNL INCOME FUND XIV, LTD., a Florida limited partnership,
CNL INCOME FUND XV, LTD., a Florida limited partnership,
CNL INCOME FUND XVI, LTD., a Florida limited partnership,
CNL INCOME FUND XVII, LTD., a Florida limited partnership,
CNL INCOME FUND XVIII, LTD., a Florida limited partnership,
ARLINGTON JOINT VENTURE, a Florida general partnership,
ASHEVILLE JOINT VENTURE, a Florida general partnership,
ASHLAND JOINT VENTURE, a Florida general partnership,
ATTALLA JOINT VENTURE, a Florida general partnership,
AUBURN JOINT VENTURE, a Florida general partnership,
BOSSIER CITY JOINT VENTURE, a Florida general partnership,
CNL VII & XVII LINCOLN JOINT VENTURE, a Florida general partnership,
CNL VIII, X, XII KOKOMO JOINT VENTURE, a Florida general partnership,
CNL KINGSTON JOINT VENTURE, a Florida general partnership,
CNL MANSFIELD JOINT VENTURE, a Florida general partnership,
CNL PORTSMOUTH JOINT VENTURE, a Florida general partnership,
CNL RESTAURANT INVESTMENTS II, a Florida general partnership,
CNL RESTAURANT INVESTMENTS III, a Florida general partnership,
COCOA JOINT VENTURE, a Florida general partnership,
COLUMBUS JOINT VENTURE, a Florida general partnership,
DES MOINES REAL ESTATE JOINT VENTURE, a Florida general partnership,
DULUTH JOINT VENTURE, a Florida general partnership,
KATY JOINT VENTURE, a Florida general partnership,
KINGSVILLE REAL ESTATE JOINT VENTURE, a Florida general partnership,
RTO JOINT VENTURE, a Florida general partnership,
MELBOURNE JOINT VENTURE, a Florida general partnership,
SALEM JOINT VENTURE, a Florida general partnership,
TGIF PITTSBURGH JOINT VENTURE, a Florida general partnership,
WARREN JOINT VENTURE, a Florida general partnership,

**WILLISTON REAL ESTATE JOINT VENTURE, a Florida general partnership, and
WOOD-RIDGE REAL ESTATE JOINT VENTURE, a Florida general partnership**

with and into

**CNL APF PARTNERS, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware
limited partnership**

In accordance with the applicable provisions of the Delaware Revised Uniform Limited Partnership Act, it is hereby certified that:

1. The constituent entities participating in the merger herein certified are:

(a) CNL INCOME FUND, LTD., a Florida limited partnership, CNL INCOME FUND II, LTD., a Florida limited partnership, CNL INCOME FUND III, LTD., a Florida limited partnership, CNL INCOME FUND IV, LTD., a Florida limited partnership, CNL INCOME FUND V, LTD., a Florida limited partnership, CNL INCOME FUND VI, LTD., a Florida limited partnership, CNL INCOME FUND VII, LTD., a Florida limited partnership, CNL INCOME FUND VIII, LTD., a Florida limited partnership, CNL INCOME FUND IX, LTD., a Florida limited partnership, CNL INCOME FUND X, LTD., a Florida limited partnership, CNL INCOME FUND XI, LTD., a Florida limited partnership, CNL INCOME FUND XII, LTD., a Florida limited partnership, CNL INCOME FUND XIII, LTD., a Florida limited partnership, CNL INCOME FUND XIV, LTD., a Florida limited partnership, CNL INCOME FUND XV, LTD., a Florida limited partnership, CNL INCOME FUND XVI, LTD., a Florida limited partnership, CNL INCOME FUND XVII, LTD., a Florida limited partnership, and CNL INCOME FUND XVIII, LTD., a Florida limited partnership; ARLINGTON JOINT VENTURE, a Florida general partnership, ASHEVILLE JOINT VENTURE, a Florida general partnership, ASHLAND JOINT VENTURE, a Florida general partnership, ATTALLA JOINT VENTURE, a Florida general partnership, AUBURN JOINT VENTURE, a Florida general partnership, BOSSIER CITY JOINT VENTURE, a Florida general partnership, CNL VII & XVII LINCOLN JOINT VENTURE, a Florida general partnership, CNL VIII, X, XII KOKOMO JOINT VENTURE, a Florida general partnership, CNL KINGSTON JOINT VENTURE, a Florida general partnership, CNL MANSFIELD JOINT VENTURE, a Florida general partnership, CNL PORTSMOUTH JOINT VENTURE, a Florida general partnership, CNL RESTAURANT INVESTMENTS II, a Florida general partnership, CNL RESTAURANT INVESTMENTS III, a Florida general partnership, COCOA JOINT VENTURE, a Florida general partnership, COLUMBUS JOINT VENTURE, a Florida general partnership, DES MOINES REAL ESTATE JOINT VENTURE, a Florida general partnership, DULUTH JOINT VENTURE, a Florida general partnership, KATY JOINT VENTURE, a Florida general partnership, KINGSVILLE REAL ESTATE JOINT VENTURE, a Florida general partnership, RTO JOINT VENTURE, a Florida general partnership, MELBOURNE JOINT VENTURE, a Florida general partnership, SALEM JOINT VENTURE, a Florida general partnership, TGIF PITTSBURGH JOINT VENTURE, a Florida general partnership, WARREN JOINT VENTURE, a Florida

general partnership, WILLISTON REAL ESTATE JOINT VENTURE, a Florida general partnership, and WOOD-RIDGE REAL ESTATE JOINT VENTURE, a Florida general partnership (collectively, the "Merging Entities"); and

(b) CNL APF PARTNERS, LP (f/k/a U.S. Restaurant Properties Operating, L.P.) (the "Surviving Partnership"), a limited partnership organized and existing under the laws of the State of Delaware.

2. An agreement and plan of merger ("Plan of Merger") has been approved, adopted, certified, executed and acknowledged by each of the Merging Entities and the Surviving Partnership (collectively, the "Constituent Entities") in accordance with Section 17-211 of the Delaware Revised Uniform Limited Partnership Act.

3. The name of the surviving limited partnership is CNL APF PARTNERS, LP, which will continue in existence as the surviving entity under its present name upon the effective date of the merger pursuant to the laws of the State of Delaware.

4. The executed Plan of Merger is on file at the offices of the Surviving Partnership at 450 South Orange Avenue, Orlando, Florida 32801.

5. A copy of the Plan of Merger will be furnished by the Surviving Partnership, on request and without cost, to any partner of any Constituent Entity.

6. The merger shall become effective on February ~~25~~²⁸, 2005.

[remainder of page intentionally left blank;
signatures appear on next pages]

IN WITNESS WHEREOF, the undersigned have caused this Certificate of Merger to be signed by their duly authorized representatives as of the 25TH day of February, 2005.

CNL APF PARTNERS, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership

By: CNL APF GP Corp (f/k/a USRP Managing, Inc.), a Delaware corporation, as general partner

By: _____
Name: Robert E. Lawless
Title: SENIOR VICE PRESIDENT

CNL INCOME FUND, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (f/k/a USRP Managing, Inc.), a Delaware corporation, as general partner

By: _____
Name: Robert E. Lawless
Title: SENIOR VICE PRESIDENT

CNL INCOME FUND II, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (f/k/a USRP Managing, Inc.), a Delaware corporation, as general partner

By: _____
Name: Robert E. Lawless
Title: SENIOR VICE PRESIDENT

CNL INCOME FUND III, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (f/k/a USRP Managing, Inc.), a Delaware corporation, as general partner

By: _____
Name: Robert E. Lawless
Title: SENIOR VICE PRESIDENT

CNL INCOME FUND IV, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (f/k/a USRP Managing, Inc.), a Delaware corporation, as general partner

By: _____
Name: Robert E. Lawless
Title: SENIOR VICE PRESIDENT

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CNL INCOME FUND V, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (f/k/a USRP Managing, Inc.), a Delaware corporation, as general partner

By: _____
Name: Robert E. Lawless
Title: SENIOR VICE PRESIDENT

CNL INCOME FUND VI, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (f/k/a USRP Managing, Inc.), a Delaware corporation, as general partner

By: _____
Name: Robert E. Lawless
Title: SENIOR VICE PRESIDENT

CNL INCOME FUND VII, LTD., a Florida limited partnership

By: **ULYSSES ACQUISITION, LLC,** a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP** (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: **CNL APF GP Corp** (f/k/a USRP Managing, Inc.), a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

CNL INCOME FUND VIII, LTD., a Florida limited partnership

By: **Ulysses Acquisition, LLC,** a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP** (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: **CNL APF GP Corp** (f/k/a USRP Managing, Inc.), a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

CNL INCOME FUND IX, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (f/k/a USRP Managing, Inc.), a Delaware corporation, as general partner

By: _____
 Name: Robert E. Lawless
 Title: SENIOR VICE PRESIDENT

CNL INCOME FUND X, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (f/k/a USRP Managing, Inc.), a Delaware corporation, as general partner

By: _____
 Name: Robert E. Lawless
 Title: SENIOR VICE PRESIDENT

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CNL INCOME FUND XI, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (f/k/a USRP Managing, Inc.), a Delaware corporation, as general partner

By: _____
Name: Robert E. Lawless
Title: SENIOR VICE PRESIDENT

CNL INCOME FUND XII, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (f/k/a USRP Managing, Inc.), a Delaware corporation, as general partner

By: _____
Name: Robert E. Lawless
Title: SENIOR VICE PRESIDENT

CNL INCOME FUND XIII, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (f/k/a USRP Managing, Inc.), a Delaware corporation, as general partner

By: _____
Name: Robert E. Lawless
Title: SENIOR VICE PRESIDENT

CNL INCOME FUND XIV, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (f/k/a USRP Managing, Inc.), a Delaware corporation, as general partner

By: _____
Name: Robert E. Lawless
Title: SENIOR VICE PRESIDENT

BK 15 PG 229

CNL INCOME FUND XV, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (f/k/a USRP Managing, Inc.), a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

CNL INCOME FUND XVI, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (f/k/a USRP Managing, Inc.), a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

CNL INCOME FUND XVII, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (f/k/a USRP Managing, Inc.), a Delaware corporation, as general partner

By: _____
Name: Robert E. Lawless
Title: SENIOR VICE PRESIDENT

CNL INCOME FUND XVIII, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (f/k/a USRP Managing, Inc.), a Delaware corporation, as general partner

By: _____
Name: Robert E. Lawless
Title: SENIOR VICE PRESIDENT

ARLINGTON JOINT VENTURE, a Florida general partnership,

By: **CNL INCOME FUND VII, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.)**, a Delaware limited partnership, as general manager

By: **CNL APF GP Corp (f/k/a USRP Managing, Inc.)**, a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

By: **CNL INCOME FUND XVI, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.)**, a Delaware limited partnership, as general manager

By: **CNL APF GP Corp (f/k/a USRP Managing, Inc.)**, a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

BK 15 PG 232

ASHEVILLE JOINT VENTURE, a Florida general partnership,

By: **CNL INCOME FUND VI, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP** (f/k/a **U.S. Restaurant Properties Operating, L.P.**), a Delaware limited partnership, as general manager

By: **CNL APF GP Corp** (f/k/a **USRP Managing, Inc.**), a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

By: **CNL INCOME FUND VIII, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP** (f/k/a **U.S. Restaurant Properties Operating, L.P.**), a Delaware limited partnership, as general manager

By: **CNL APF GP Corp** (f/k/a **USRP Managing, Inc.**), a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

ASHLAND JOINT VENTURE, a Florida general partnership,

By: **CNL INCOME FUND IX, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.)**, a Delaware limited partnership, as general manager

By: **CNL APF GP Corp (f/k/a USRP Managing, Inc.)**, a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

By: **CNL INCOME FUND X, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.)**, a Delaware limited partnership, as general manager

By: **CNL APF GP Corp (f/k/a USRP Managing, Inc.)**, a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

By: **CNL INCOME FUND XI, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.)**, a Delaware limited partnership, as general manager

By: **CNL APF GP Corp (f/k/a USRP Managing, Inc.)**, a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

ATTALLA JOINT VENTURE, a Florida general partnership,

By: **CNL INCOME FUND XIII, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP** (f/k/a **U.S. Restaurant Properties Operating, L.P.**), a Delaware limited partnership, as general manager

By: **CNL APF GP Corp** (f/k/a **USRP Managing, Inc.**), a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

By: **CNL INCOME FUND XIV, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP** (f/k/a **U.S. Restaurant Properties Operating, L.P.**), a Delaware limited partnership, as general manager

By: **CNL APF GP Corp** (f/k/a **USRP Managing, Inc.**), a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

AUBURN JOINT VENTURE, a Florida general partnership,

By: CNL INCOME FUND IV, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (f/k/a USRP Managing, Inc.), a Delaware corporation, as general partner

By: _____
Name: Robert E. Lawless
Title: SENIOR VICE PRESIDENT

By: CNL INCOME FUND VI, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (f/k/a USRP Managing, Inc.), a Delaware corporation, as general partner

By: _____
Name: Robert E. Lawless
Title: SENIOR VICE PRESIDENT

BOSSIER CITY JOINT VENTURE, a Florida general partnership,

By: **CNL INCOME FUND VIII, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP** (f/k/a **U.S. Restaurant Properties Operating, L.P.**), a Delaware limited partnership, as general manager

By: **CNL APF GP Corp** (f/k/a **USRP Managing, Inc.**), a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

By: **CNL INCOME FUND XII, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP** (f/k/a **U.S. Restaurant Properties Operating, L.P.**), a Delaware limited partnership, as general manager

By: **CNL APF GP Corp** (f/k/a **USRP Managing, Inc.**), a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

By: **CNL INCOME FUND XIV, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP** (f/k/a **U.S. Restaurant Properties Operating, L.P.**), a Delaware limited partnership, as general manager

By: **CNL APF GP Corp** (f/k/a **USRP Managing, Inc.**), a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

BK 15 PG 237

CNL VII & XVII LINCOLN JOINT VENTURE, a Florida
general partnership,

By: **CNL INCOME FUND VII, LTD.**, a Florida limited
partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited
liability company, as general partner

By: **CNL APF Partners, LP** (f/k/a **U.S. Restaurant Properties
Operating, L.P.**), a Delaware limited partnership, as
general manager

By: **CNL APF GP Corp** (f/k/a **USRP Managing, Inc.**), a
Delaware corporation, as general partner

By: _____

Name: **Robert E. Lawless**

Title: **SENIOR VICE PRESIDENT**

By: **CNL INCOME FUND XVII, LTD.**, a Florida limited
partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited
liability company, as general partner

By: **CNL APF Partners, LP** (f/k/a **U.S. Restaurant Properties
Operating, L.P.**), a Delaware limited partnership, as
general manager

By: **CNL APF GP Corp** (f/k/a **USRP Managing, Inc.**), a
Delaware corporation, as general partner

By: _____

Name: **Robert E. Lawless**

Title: **SENIOR VICE PRESIDENT**

BK 15 PG 238

CNL VIII, X, XII KOKOMO JOINT VENTURE, a Florida general partnership,

By: **CNL INCOME FUND VIII, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.)**, a Delaware limited partnership, as general manager

By: **CNL APF GP Corp (f/k/a USRP Managing, Inc.)**, a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

By: **CNL INCOME FUND X, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.)**, a Delaware limited partnership, as general manager

By: **CNL APF GP Corp (f/k/a USRP Managing, Inc.)**, a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

By: **CNL INCOME FUND XII, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.)**, a Delaware limited partnership, as general manager

By: **CNL APF GP Corp (f/k/a USRP Managing, Inc.)**, a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

CNL KINGSTON JOINT VENTURE, a Florida general partnership,

By: **CNL INCOME FUND XVII, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP** (f/k/a **U.S. Restaurant Properties Operating, L.P.**), a Delaware limited partnership, as general manager

By: **CNL APF GP Corp** (f/k/a **USRP Managing, Inc.**), a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

By: **CNL INCOME FUND XIV, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP** (f/k/a **U.S. Restaurant Properties Operating, L.P.**), a Delaware limited partnership, as general manager

By: **CNL APF GP Corp** (f/k/a **USRP Managing, Inc.**), a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

CNL MANSFIELD JOINT VENTURE, a Florida general partnership,

By: **CNL INCOME FUND XVII, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP** (f/k/a **U.S. Restaurant Properties Operating, L.P.**), a Delaware limited partnership, as general manager

By: **CNL APF GP Corp** (f/k/a **USRP Managing, Inc.**), a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

By: **CNL INCOME FUND VII, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP** (f/k/a **U.S. Restaurant Properties Operating, L.P.**), a Delaware limited partnership, as general manager

By: **CNL APF GP Corp** (f/k/a **USRP Managing, Inc.**), a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

CNL PORTSMOUTH JOINT VENTURE, a Florida general partnership,

By: **CNL INCOME FUND XI, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP** (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: **CNL APF GP Corp** (f/k/a USRP Managing, Inc.), a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

By: **CNL INCOME FUND XVIII, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP** (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: **CNL APF GP Corp** (f/k/a USRP Managing, Inc.), a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

EK 15 PG 242

CNL RESTAURANT INVESTMENTS II, a Florida general partnership,

By: **CNL INCOME FUND VII, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP** (f/k/a **U.S. Restaurant Properties Operating, L.P.**), a Delaware limited partnership, as general manager

By: **CNL APF GP Corp** (f/k/a **USRP Managing, Inc.**), a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**

Title: **SENIOR VICE PRESIDENT**

By: **CNL INCOME FUND VIII, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP** (f/k/a **U.S. Restaurant Properties Operating, L.P.**), a Delaware limited partnership, as general manager

By: **CNL APF GP Corp** (f/k/a **USRP Managing, Inc.**), a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**

Title: **SENIOR VICE PRESIDENT**

By: **CNL INCOME FUND IX, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP** (f/k/a **U.S. Restaurant Properties Operating, L.P.**), a Delaware limited partnership, as general manager

By: **CNL APF GP Corp** (f/k/a **USRP Managing, Inc.**), a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**

Title: **SENIOR VICE PRESIDENT**

BK 15 PG 243

CNL RESTAURANT INVESTMENTS III, a Florida general partnership,

By: **CNL INCOME FUND IX, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP** (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: **CNL APF GP Corp** (f/k/a USRP Managing, Inc.), a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

By: **CNL INCOME FUND X, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP** (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: **CNL APF GP Corp** (f/k/a USRP Managing, Inc.), a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

COCOA JOINT VENTURE, a Florida general partnership.

By: **CNL INCOME FUND IV, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP** (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: **CNL APF GP Corp** (f/k/a USRP Managing, Inc.), a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

By: **CNL INCOME FUND V, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP** (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: **CNL APF GP Corp** (f/k/a USRP Managing, Inc.), a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

EK 15 PG 245

COLUMBUS JOINT VENTURE, a Florida general partnership,

By: **CNL INCOME FUND XII, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP** (f/k/a **U.S. Restaurant Properties Operating, L.P.**), a Delaware limited partnership, as general manager

By: **CNL APF GP Corp** (f/k/a **USRP Managing, Inc.**), a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

By: **CNL INCOME FUND XVI, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP** (f/k/a **U.S. Restaurant Properties Operating, L.P.**), a Delaware limited partnership, as general manager

By: **CNL APF GP Corp** (f/k/a **USRP Managing, Inc.**), a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

By: **CNL INCOME FUND XVIII, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP** (f/k/a **U.S. Restaurant Properties Operating, L.P.**), a Delaware limited partnership, as general manager

By: **CNL APF GP Corp** (f/k/a **USRP Managing, Inc.**), a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

BK 15 PG 246

**DES MOINES REAL ESTATE JOINT VENTURE, a
Florida general partnership,**

**By: CNL INCOME FUND VII, LTD., a Florida limited
partnership**

**By: Ulysses Acquisition, LLC, a Maryland limited
liability company, as general partner**

**By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties
Operating, L.P.), a Delaware limited partnership, as
general manager**

**By: CNL APF GP Corp (f/k/a USRP Managing, Inc.), a
Delaware corporation, as general partner**

By: _____
Name: Robert E. Lawless
Title: SENIOR VICE PRESIDENT

**By: CNL INCOME FUND XI, LTD., a Florida limited
partnership**

**By: Ulysses Acquisition, LLC, a Maryland limited
liability company, as general partner**

**By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties
Operating, L.P.), a Delaware limited partnership, as
general manager**

**By: CNL APF GP Corp (f/k/a USRP Managing, Inc.), a
Delaware corporation, as general partner**

By: _____
Name: Robert E. Lawless
Title: SENIOR VICE PRESIDENT

DULUTH JOINT VENTURE, a Florida general partnership,

By: **CNL INCOME FUND V, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP** (f/k/a **U.S. Restaurant Properties Operating, L.P.**), a Delaware limited partnership, as general manager

By: **CNL APF GP Corp** (f/k/a **USRP Managing, Inc.**), a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

By: **CNL INCOME FUND VII, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP** (f/k/a **U.S. Restaurant Properties Operating, L.P.**), a Delaware limited partnership, as general manager

By: **CNL APF GP Corp** (f/k/a **USRP Managing, Inc.**), a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

By: **CNL INCOME FUND XIV, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP** (f/k/a **U.S. Restaurant Properties Operating, L.P.**), a Delaware limited partnership, as general manager

By: **CNL APF GP Corp** (f/k/a **USRP Managing, Inc.**), a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

By: **CNL INCOME FUND XV, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP** (f/k/a **U.S. Restaurant Properties Operating, L.P.**), a Delaware limited partnership, as general manager

By: **CNL APF GP Corp** (f/k/a **USRP Managing, Inc.**), a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

KATY JOINT VENTURE, a Florida general partnership,

By: CNL INCOME FUND IX, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (f/k/a USRP Managing, Inc.), a Delaware corporation, as general partner

By: _____
Name: Robert E. Lawless
Title: SENIOR VICE PRESIDENT

By: CNL INCOME FUND XVII, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (f/k/a USRP Managing, Inc.), a Delaware corporation, as general partner

By: _____
Name: Robert E. Lawless
Title: SENIOR VICE PRESIDENT

BK 15 PG 249

**KINGSVILLE REAL ESTATE JOINT VENTURE, a
Florida general partnership,**

**By: CNL INCOME FUND IV, LTD., a Florida limited
partnership**

**By: Ulysses Acquisition, LLC, a Maryland limited
liability company, as general partner**

**By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties
Operating, L.P.), a Delaware limited partnership, as
general manager**

**By: CNL APF GP Corp (f/k/a USRP Managing, Inc.), a
Delaware corporation, as general partner**

**By: _____
Name: Robert E. Lawless
Title: SENIOR VICE PRESIDENT**

**By: CNL INCOME FUND XII, LTD., a Florida limited
partnership**

**By: Ulysses Acquisition, LLC, a Maryland limited
liability company, as general partner**

**By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties
Operating, L.P.), a Delaware limited partnership, as
general manager**

**By: CNL APF GP Corp (f/k/a USRP Managing, Inc.), a
Delaware corporation, as general partner**

**By: _____
Name: Robert E. Lawless
Title: SENIOR VICE PRESIDENT**

RTO JOINT VENTURE, a Florida general partnership,

By: **CNL INCOME FUND III, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.)**, a Delaware limited partnership, as general manager

By: **CNL APF GP Corp (f/k/a USRP Managing, Inc.)**, a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

By: **CNL INCOME FUND V, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.)**, a Delaware limited partnership, as general manager

By: **CNL APF GP Corp (f/k/a USRP Managing, Inc.)**, a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

MELBOURNE JOINT VENTURE, a Florida general partnership,

By: **CNL INCOME FUND VI, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP** (f/k/a **U.S. Restaurant Properties Operating, L.P.**), a Delaware limited partnership, as general manager

By: **CNL APF GP Corp** (f/k/a **USRP Managing, Inc.**), a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

By: **CNL INCOME FUND XIV, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP** (f/k/a **U.S. Restaurant Properties Operating, L.P.**), a Delaware limited partnership, as general manager

By: **CNL APF GP Corp** (f/k/a **USRP Managing, Inc.**), a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

SALEM JOINT VENTURE, a Florida general partnership.

By: **CNL INCOME FUND XIII, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP** (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: **CNL APF GP Corp** (f/k/a USRP Managing, Inc.), a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

By: **CNL INCOME FUND XIV, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP** (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: **CNL APF GP Corp** (f/k/a USRP Managing, Inc.), a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

TGIF PITTSBURGH JOINT VENTURE, a Florida general partnership.

By: **CNL INCOME FUND VII, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.)**, a Delaware limited partnership, as general manager

By: **CNL APF GP Corp (f/k/a USRP Managing, Inc.)**, a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

By: **CNL INCOME FUND XV, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.)**, a Delaware limited partnership, as general manager

By: **CNL APF GP Corp (f/k/a USRP Managing, Inc.)**, a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

By: **CNL INCOME FUND XVI, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.)**, a Delaware limited partnership, as general manager

By: **CNL APF GP Corp (f/k/a USRP Managing, Inc.)**, a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

By: **CNL INCOME FUND XVII, LTD.**, a Florida limited partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited liability company, as general partner

By: **CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.)**, a Delaware limited partnership, as general manager

By: **CNL APF GP Corp (f/k/a USRP Managing, Inc.)**, a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

WARREN JOINT VENTURE, a Florida general partnership,

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (f/k/a USRP Managing, Inc.), a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

By: CNL INCOME FUND VI, LTD., a Florida limited partnership

By: Ulysses Acquisition, LLC, a Maryland limited liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties Operating, L.P.), a Delaware limited partnership, as general manager

By: CNL APF GP Corp (f/k/a USRP Managing, Inc.), a Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

BK 15 PG 255

WILLISTON REAL ESTATE JOINT VENTURE, a Florida
general partnership,

By: **CNL INCOME FUND X, LTD.**, a Florida limited
partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited
liability company, as general partner

By: **CNL APF Partners, LP** (f/k/a U.S. Restaurant Properties
Operating, L.P.), a Delaware limited partnership, as
general manager

By: **CNL APF GP Corp** (f/k/a USRP Managing, Inc.), a
Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

By: **CNL INCOME FUND XII, LTD.**, a Florida limited
partnership

By: **Ulysses Acquisition, LLC**, a Maryland limited
liability company, as general partner

By: **CNL APF Partners, LP** (f/k/a U.S. Restaurant Properties
Operating, L.P.), a Delaware limited partnership, as
general manager

By: **CNL APF GP Corp** (f/k/a USRP Managing, Inc.), a
Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

WOOD-RIDGE REAL ESTATE JOINT VENTURE, a
Florida general partnership,

By: CNL INCOME FUND XIV, LTD., a Florida limited
partnership

By: Ulysses Acquisition, LLC, a Maryland limited
liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties
Operating, L.P.), a Delaware limited partnership, as
general manager

By: CNL APF GP Corp. (f/k/a USRP Managing, Inc.), a
Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**

By: CNL INCOME FUND XV, LTD., a Florida limited
partnership

By: Ulysses Acquisition, LLC, a Maryland limited
liability company, as general partner

By: CNL APF Partners, LP (f/k/a U.S. Restaurant Properties
Operating, L.P.), a Delaware limited partnership, as
general manager

By: CNL APF GP Corp. (f/k/a USRP Managing, Inc.), a
Delaware corporation, as general partner

By: _____
Name: **Robert E. Lawless**
Title: **SENIOR VICE PRESIDENT**